

IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

CALLAWAY GOLF COMPANY,

Plaintiff,

v.

ACUSHNET COMPANY,

Defendant.

C. A. No. 06-91 (SLR)

**DECLARATION OF PETER A. ARTURI IN SUPPORT OF
PLAINTIFF CALLAWAY GOLF COMPANY'S OPPOSITION
TO DEFENDANT ACUSHNET COMPANY'S MOTION TO
STAY LITIGATION PENDING *INTER PARTES*
REEXAMINATION BY THE U.S. PATENT OFFICE**


I, Peter A. Arturi, declare as follows:

1. I am currently the General Counsel at The Top-Flite Golf Company ("Top-Flite"), which is a wholly owned subsidiary of Callaway Golf Company. Prior to that, I was a Vice President and the General Counsel at Spalding Sports Worldwide, Inc. ("Spalding"), Top-Flite's predecessor. I joined Spalding in 1998 as Senior Counsel. I have personal knowledge of the matters stated in this declaration and would testify truthfully to them if called upon to do so.

2. Attached as Exhibit A is a true and correct copy of a December 6, 2001 letter I sent to Joseph J. Nauman, Senior Vice President and General Counsel for Acushnet Company, regarding Acushnet's potential infringement of United States Patent No. 6,210,293.

3. At the time I sent the letter, attached as Exhibit A to this declaration, Acushnet denied infringement. The parties continued negotiating during 2002, but they were not able to reach agreement.

I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct. Executed this 19th day of May, 2006, at Danbury, Connecticut.


Peter A. Arturi

CERTIFICATE OF SERVICE

I hereby certify that on May 19, 2006, I electronically filed **DECLARATION OF PETER A. ARTURI IN SUPPORT OF PLAINTIFF CALLAWAY GOLF COMPANY'S OPPOSITION TO DEFENDANT ACUSHNET COMPANY'S MOTION TO STAY LITIGATION PENDING *INTER PARTES* REEXAMINATION BY THE U.S. PATENT OFFICE** with the Clerk of Court using CM/ECF which will send electronic notification of such filing(s) to the following Delaware counsel. In addition, the filing will also be sent via hand delivery:

Richard L. Horwitz
David E. Moore
Potter Anderson & Corroon LLP
Hercules Plaza, 6th floor
1313 N. Market Street
Wilmington, DE 19801

Attorneys for Defendant
ACUSHNET COMPANY

I hereby certify that on May 19, 2006, I have mailed by United States Postal Service, the document(s) to the following non-registered participants:

Joseph P. Lavelle
Andrew R. Sommer
Howrey LLP
1299 Pennsylvania Avenue, N.W.
Washington, DC 20004

Attorneys for Defendant
ACUSHNET COMPANY

/s/ Thomas L. Halkowski
Thomas L. Halkowski

Exhibit A



December 6, 2001

By Facsimile – (508) 979-3927
and Regular Mail

Joseph J. Nauman, Esq.
Senior Vice President and
General Counsel
Acushnet Company
333 Bridge Street
Fairhaven, Massachusetts 02719-0965

Re: U.S. Patent Nos. 6,210,293 and 6,213,894/TITLEIST PRO V1

Dear Joe:

As we discussed over the telephone yesterday, the above multi-layer golf ball patents issued to Spalding earlier this year. Our recent analysis of the TITLEIST PRO V1 ball leads us to believe that several claims of the above patents are infringed, specifically claims 4-8 of the '293 patent and claims 39-40 of the '894 patent. Although I didn't mention it over the telephone, Spalding also has several related pending applications that are directed to the technology included in the PRO V1 ball.

We feel we have an exceptionally strong case with respect to both patents and are amenable to discussing a fully paid-up license. In order for us to determine the royalty, it will be helpful to know what Acushnet reasonably expects its net sales will be for this ball in its current configuration for the duration of both patents in the United States. We will, of course, keep that information confidential.

After you have had an opportunity to review the above with your technical people, please call me to discuss a resolution of this matter.

Very truly yours,

A handwritten signature in dark ink, appearing to read "Peter A. Arturi".

Peter A. Arturi
Vice President, Secretary and General Counsel
Telephone (413) 322-6376
Facsimile (413) 322-2200
E-Mail PArturi@Spalding.com

PAA/nb

cc: Mr. James R. Craigie
Mr. Thomas J. Kennedy
Michelle Bugbee, Esq.
Richard M. Klein, Esq.